


Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings $\Rightarrow \Rightarrow \Rightarrow$		RECORDATION FORM COVER SHEET TRADEMARKS ONLY		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
1. Name of conveying party(ies): <u>Cyvex Nutrition, Inc.</u> <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <u>California</u> <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			2. Name and address of receiving party(ies) Name: <u>Laboratoires Expanscience, S.A.</u> Internal Address: <u>10, Avenue de l'Arche</u> Street Address: <u>92419 Courbevoie Cedex</u> City: _____ State: <u>France</u> Zip: _____ <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>France</u> <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>		
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>September 8, 2003</u>			4. Application number(s) or registration number(s): A. Trademark Application No.(s) <u>76/491,148</u> B. Trademark Registration No.(s) Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Lora A. Moffatt</u> Internal Address: <u>Salans</u> Street Address: <u>Rockefeller Center</u> <u>620 Fifth Avenue</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10020</u>			6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41).....\$ <u>40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>50-1628</u> (Attach duplicate copy of this page if paying by deposit account)		
DO NOT USE THIS SPACE					
9. Statement and signature. <i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i> <u>Lora A. Moffatt</u> Name of Person Signing  Signature <u>10/7/03</u> Date					
Total number of pages including cover sheet, attachments, and document: 4					

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

CH \$40.00 601628 76491148

TRADEMARK ASSIGNMENT

WHEREAS, Cyvex Nutrition, Inc., a corporation organized and existing under the laws of the State of California with its principal place of business located at 1851 Kaiser Avenue, Irvine, California 92614 ("Cyvex"), has adopted, used and is using the trademark AvoflexTM, and is the owner of U.S. Application No. 76/491,148, for the trademark AvoflexTM, which was filed on February 19, 2003 ("the Trademark"); and

WHEREAS, Laboratoires Expanscience, S.A., a corporation organized and existing under the laws of France with its principal place of business located at 10, Avenue de l'Arche, 92419 Courbevoie Cedex, France ("Expanscience") is acquiring the Trademark and any and all trademark applications or registrations therefor pursuant to the Settlement Agreement dated Sept 8, 2003;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged:

(1) Cyvex hereby assigns and transfers to Expanscience all right, title and interest in and to the Trademark, and any other United States or foreign trademark applications or registrations therefor, together with the goodwill symbolized by the Trademark;

(2) Cyvex will, at its sole expense, defend and indemnify Expanscience, its affiliates, subsidiaries and parent corporations, and its respective employees, agents, shareholders, representatives, officers, directors, and all other persons or entities claiming under them and their successors and permitted assigns against any and all claims, demands, losses, liabilities, expenses, suits, causes of action, judgments, and damages including without limitation reasonable attorneys' fees and costs, based on, arising out of or connected with any actual or alleged use or infringement of the Trademark, or from the manufacture, sale or use of Cyvex's avocado-soy unsaponifiable product, occurring, or concerning any matter or transaction, prior to the date of this Trademark Assignment.

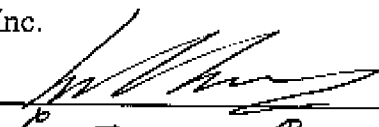
(3) Cyvex represents and warrants that there are no third party claims, and it is aware of no third party claims, involving or relating to the Trademark or Cyvex's avocado-soy unsaponifiable product.

Cyvex Nutrition, Inc.

By: _____

Name:

Title:


GILBERT G. GLICK
PRESIDENT

DESIGNATION OF DOMESTIC REPRESENTATIVE

The undersigned hereby appoints Lora A. Moffatt, Esq., a member of the Bar of the State of New York, whose postal address is Salans, Rockefeller Center, 620 Fifth Avenue, New York, New York 10020 as Applicant's domestic representative upon whom notices or process in proceedings affecting the mark may be served.

SUBSTITUTE POWER OF ATTORNEY

The undersigned whose full post address is 10, Avenue de l'Arche, 92419 Courbevoie Cedex, France, owning all right, title and interest in the trademark referenced below, by assignment, hereby appoints as its attorneys Maxim H. Waldbaum, Esq., Jeffrey L. Laytin, Esq., Lora A. Moffatt, Esq., Mitchell Stein, Esq., Richard B. Verner, Esq., Esq., Kimberley Weate, Esq., Lori Greendorfer, Esq., and Joseph Petersen, Esq., members of the bar of the State of New York, and Lisa Rosenburgh, Esq., a member of the bar of the State of Virginia, of the firm of:

SALANS
Rockefeller Center
620 Fifth Avenue
New York, New York 10020
(212) 632-5500

with respect to the mark AVOFLEX (Serial Number 76/491,148), to prosecute the application to register, to transact all business in the Patent and Trademark Office in connection therewith, and to receive the certificate of registration. Applicant hereby revokes all previous Powers of Attorney existing in this matter.

Please direct all communications to the attention of Lora A. Moffatt, Esq. at said firm.

Dated: October 7th, 2003

LABORATOIRES EXPANSCIENCE, S.A

By: 
Name: Antoine Soto
Title: Director of Business Development

**SALANS**

ATTORNEYS AT LAW

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FACSIMILE

To:	Company:	Fax:	Tel:
Assignment Recordation Services	US Patent and Trademark Office	703-306-5995	
From:	Tel (direct):	Fax (direct):	Pages (inc. cover):
Lora A. Moffatt	(212) 632 8436	(212) 307 3320	
Date: October 7, 2003	Account: 0200921-0002	User ID: 3283	
Subject:			

Please see attached

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NEWYORK,455231.1

TRADEMARK
REEL: 002727 FRAME: 0481

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October 7, 2003

BY FACSIMILE
(703) 306-5995

Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
P. O. Box 1450
Alexandria VA 22313-1450

Re: Recordation of Trademark Assignment

Dear Sir/Madam:

Enclosed please find the following documents for recordation:

- 1) Recordation Form Cover Sheet Trademarks Only.
- 2) Trademark Assignment document assigning trademark application from Cyvex Nutrition, Inc. to Laboratoires Expanscience, S.A.
- 3) Power of Attorney and Designation of Domestic Representative for Laboratoires Expanscience, S.A.
- 4) Check in the amount of \$40.00 to cover the recordation fees. If the check is missing or insufficient, please charge the Salans deposit account no. 50-1628.
- 5) A postcard for acknowledging safe receipt of these documents.

Thank you for your attention to this matter.

Respectfully submitted,

Lora A. Moffatt

Enclosures

NEW YORK PARIS LONDON WARSAW MOSCOW ST.PETERSBURG KYIV ALMATY BAKU

NEWYORK.455164.1

RECORDED: 10/07/2003

TRADEMARK

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